



Honorable Mike K. Nakagawa
United States Bankruptcy Judge



Entered on Docket
June 05, 2023

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re

CASH CLOUD, INC.,
dba COIN CLOUD,

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**FINAL ORDER APPROVING
KEY EMPLOYEE RETENTION
PROGRAM AND GRANTING
RELATED RELIEF**

Hearing Date: May 25, 2023

Hearing Time: 2:00 p.m.

1 Upon the motion (the “Motion”) ¹ of the Debtor in the above-captioned chapter 11 case for
 2 the entry of an order approving the Debtor’s key employee retention plan (the “KERP”); and upon
 3 consideration of the *Declaration of Chris McAlary* in support of the Motion; the *Opposition* filed by
 4 the United States Trustee and Debtor’s *Reply* in support of the Motion; and this Court having
 5 jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C.
 6 §§ 157 and 1334; and the consideration of the Motion and the relief requested therein being a core
 7 proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28
 8 U.S.C. §§ 1408 and 1409; and this Court having determined that the legal and factual bases set forth
 9 in the Motion establish just cause for the relief granted herein; and this Court having determined that
 10 notice of the Motion as provided therein was good and sufficient; and this Court having determined
 11 that the relief sought in the Motion is in the best interest of the Debtor, its creditors, and all parties-
 12 in-interest; and after due deliberation, it is hereby

13 **ORDERED** that the Motion is granted as set forth herein; and it is further ORDERED that
 14 the KERP is approved on the terms described in the Motion; and it is further

15 **ORDERED** that the Debtor is authorized and empowered, but not directed, to take all actions
 16 necessary to implement the KERP, to make all payments pursuant thereto, and to implement any relief
 17 granted in this Order; and it is further

18 **ORDERED** that all amounts earned and payable under the KERP shall have administrative
 19 expense priority under sections 503(b) and 507(a)(2) of the Bankruptcy Code for all purposes in the
 20 Chapter 11 Case and in any other case under the Bankruptcy Code to which such case may be
 21 converted; and it is further

22 **ORDERED** that the Debtor may add a replacement participant(s) to the KERP upon the
 23 resignation or the termination for cause of any Participant, subject to the approval of the unsecured
 24 creditors’ committee; and it is further

25 **ORDERED** that notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this
 26 Order are immediately effective and enforceable upon its entry; and it is further

27 _____
 28 ¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms
 in the Motion.

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Prepared and respectfully submitted by:

FOX ROTHSCHILD LLP

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APPROVED:

OFFICE OF THE UNITED STATES TRUSTEE

By: /s/Jared A. Day
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APPROVED:

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CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

In accordance with Local Rule 9021, counsel submitting this document certifies as follows:

- ☐ The Court has waived the requirement of approval in LR 9021(b)(1).
- ☐ No party appeared at the hearing or filed an objection to the motion
- ☒ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below:

Jared A. Day,
Trial Attorney
Office of the United States Trustee

APPROVED

Catherine V. LoTempio, Esq.
Seward & Kissel, LLP
*Counsel for the Official Committee of
Unsecured Creditors*

APPROVED

- ☐ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order.

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